SN INFRACON PRIVATE LIMITED

CIN: U45200DL2012PTC243837
Registered office: A-29, Lower Ground Floor, Pandav Nagar, New Delhi-110092
Email id: pshanker_ca@yahoo.com

BOARD'S REPORT
2014-15

To,

The Members of
SN INFRACON PRIVATE LIMITED

The Board of Directors hereby submits the reports of the Business and operations ('the Company') along with the audited financial statements, for the financial year ended 31st March, 2015.

FINANCIAL RESULTS

The Company's financial performance, for the year ended 31st March, 2015

(In Rupees)

Particulars	Year ended on 31st March, 2015	Year ended on 31st March, 2014
Income	Nil	Nil
Expenses	25,000	25,000
Profit/Loss before depreciation	(25,000)	(25,000)
Less: Depreciation	Nil	Nil
Profit/Loss after depreciation	(25,000)	(25,000)
Provision for Tax	Nil	Nil
Provision for Deferred Tax Asset/(Liability)	Nil	Nil
Profit/(Loss) After Dep. & Tax	(25,000)	(25,000)

OPERATIONAL REVIEW

Review of operations was conducted during the financial year which was found satisfactory by the management of the company. The Board discussed the matter and framed new strategies to expand the business of the company in the near future.

STATE OF AFFIARS

There were no changes in the Business of the Company during the Financial Year ended on 31st March, 2015

DIVIDEND

During the period under the review, no dividend was declared for the current financial year due to loss of the Company.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANY

During the period under review, Company does not have any Subsidiary, Joint Venture or Associate Company defined under Companies Act, 2013, Financial year ended on 31st March, 2015

DIRECTORS AND KEY MANAGERIAL PERSONNEL

There were no changes in the composition of Board.

S. No	Name of Director	Designation
1	Ashwani Kumar Sinha	Director
2	Niranjan Prasad Sinha	Director

AUDITOR

Statutory Auditor

Your Board of Directors recommend the appointment of the M/s. Prem Shanker & Company, Chartered Accountants (Firm Registration No. 021824N), as Statutory auditor for the periods of Five years, financial Year 2015 to 2020 subject to ratification by the Members of the Company at every Annual General Meeting.

BOARD'S COMMENT ON THE AUDITORS' REPORT

There are no qualifications, reservations or adverse remarks or disclaimers made by the statutory auditor in their report.

MEETINGS OF BOARD OF DIRECTORS

The Board met five times during the year. The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013. The names of members of the Board, their attendance at the Board Meetings are as under:

Name of Directors	Number of Meetings attended/ total Meetings held during the year Financial year 2014-15
Ashwani Kumar Sinha	5/5
Niranjan Prasad Sinha	5/5

PARTICULARS OF LOAN AND INVESTMENT

The Company has not made any Investment, given guarantee and securities during the year under review. Therefore no need to comply the provisions of section 186 of the Companies Act, 2013

CONSOLIDATED FINANCIAL STATEMENTS

During the periods under review, Company does not have any holding, Subsidiary or Associate Company defined under the Companies Act, 2013, hence, there is no requirement of consolidated financial statement for the Financial Year 2014-15

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year ended 31st March, 2015 were on an arm's length basis and were in the ordinary course of Business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted.

Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required. However, the disclosure of transactions with related party for the year, as per Accounting Standard -18 related party disclosures is given in note to accounts of the Balance Sheet date as on 31st March, 2015

PUBLIC DEPOSITS:

The Company has not accepted any deposits during the year under review.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form No MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending 31st March, 2015 is annexed hereto as ***Annexure A*** and forms part of this report.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of section 135(1) of the Companies Act, 2013

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The provisions of Section 177 with rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014 is not applicable.

DECLARATION BY INDEPENDENT DIRECTORS

The Company is not required to appoint Independent Directors under Section 149(4) with rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014

SECRETARIAL AUDIT REPORT

The Company is not required to Conduct Secretarial Audit as per Section of 204 with rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178

The Company is not required to constitute a Nomination and Remuneration Committee (NRC) under Section 178(1) of the Companies Act, 2013 with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The particulars required to be disclosed under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ending 31st March, 2015 are as follows:

A. **Conservation of Energy, Technology Absorption:**

The Company is using its self-Resources except electricity.

B. **Technology Absorption:**

The Company is using its own knowledge and Technology & there is no Technology absorption from outside.

C. **Foreign exchange earnings and outgo:**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange and outgo during the year in terms of actual outflows is as:

Particulars	2014-15	2013-14
Foreign Exchange Earning	Nil	Nil
Foreign Exchange Outgo	Nil	Nil

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

Provisions of the Sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder for prevention and redressal of complainants of sexual harassment at workplace along with a structured reporting and redressal mechanism is not applicable.

TRANSFER TO RESERVE

An amount of loss of 25,000 was transferred to the reserves during the financial year ended 31st March, 2015.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

PARTICULARS OF EMPLOYEES

During the year under review, there was no employee drawing a salary exceeding the limits prescribed in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

DIRECTOR'S RESPONSIBILITY STATEMENT

Your Directors make the following statements in terms of Section 134(5) of the Companies Act, 2013 Pursuant to Section 134(3) (c) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

1. In the preparation of the annual accounts for the year ended March 31st, 2015, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.

2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31st, 2015 and of the profit of the Company for the year ended on that date.

3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

4. The Directors have prepared the annual accounts on a 'going concern' basis.

5. The Company being unlisted, sub clause (e) of section 134(3) of the Companies Act, 2013 pertaining to laying down internal financial controls is applicable to the Company.

6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such system are adequate and operating effectively.

ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

By the Order of the Board
For SN INFRACON PRIVATE LIMITED

Ashwani Kumar Sinha

Director
DIN: 05196678
P-65/A, Pandav Nagar,
Mayur Vihar Phase – I,
New Delhi 110091

Niranjan Prasad Sinha

Director
DIN 05277594
7/302, Lalita Park,
Laxmi Nagar
Delhi 110092

Date: 28.08.2015
Place: Delhi